



合生創展集團有限公司\*  
**HOPSON DEVELOPMENT HOLDINGS LIMITED**  
(Stock Code: 754)

(Incorporated in Bermuda with limited liability)  
website: <http://www.irasia.com/listco/hk/hopson>

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of Hopson Development Holdings Limited (the “Company” together with its subsidiaries, the “Group”) will be held at Alexandra Room, 2/F, Mandarin Oriental, 5 Connaught Road, Central, Hong Kong on 30 July 2007 (Monday) at 10:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution which will be proposed as an ordinary resolution:

**ORDINARY RESOLUTIONS**

“THAT:

- (i) the transactions contemplated under the Share Purchase Agreement (i.e. the Acquisition), including the acquisition of the Sale Shares and the assignment of the Shareholder’s Loans be and are hereby approved;
- (ii) the Share Purchase Agreement (a copy of which has been produced to this meeting marked “A” and signed by the Chairman of this meeting for the purpose of identification) be and is hereby approved, confirmed and ratified;
- (iii) conditional upon the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Consideration Shares, the issue of the Consideration Shares as part payment of the Total Consideration be and is hereby approved; and
- (iv) any one Director be and is hereby authorised to take all actions and to sign, execute and deliver all such agreements, deeds and documents for and on behalf of the Company as he may in his discretion consider necessary or desirable for the purpose of effecting any of the transactions contemplated under the Share Purchase Agreement, the implementation or the exercise or enforcement of any of the rights and performance of any of the obligations under the Share Purchase Agreement.”

By Order of the Board  
**Chu Mang Yee**  
*Chairman*

Hong Kong 13 July 2007

\* *for identification purposes only*

*As at the date of this EGM notice, the Board is composed of 11 Directors. The executive Directors are Mr. Chu Mang Yee (Chairman), Mr. Wu Jiesi (Chief Executive Officer), Mr. Xiang Bin, Mr. Tam Lai Ling, Mr. Au Wai Kin, Mr. Chen Chang Ying and Ms. Xiao Yan Xia; the non-executive Director is Mr. Steven Shafran and the independent non-executive Directors are Mr. Yuen Pak Yiu, Philip, Mr. Lee Tsung Hei, David and Mr. Wong Shing Kay, Oliver.*

*Principal Office:*

Suites 3305–3309  
33/F, Jardine House  
1 Connaught Place, Central  
Hong Kong

**Notes:**

1. Terms used in this notice shall have the same meanings as defined in the circular dated 13 July 2007 issued by the Company to the Shareholders unless the content otherwise requires.
2. A form of proxy for use at the meeting is enclosed herewith.
3. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of any officer, attorney or other person authorised to sign the same.
4. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
5. In order to be valid, the instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a copy of such authority notarially certified, must be deposited at the principal office of the Company at suites 3305–3309, 33/F, Jardine House, 1 Connaught Place, Central, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or adjourned meeting, as the case may be.
6. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
7. Where there are joint registered holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the meeting, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members in respect of the shares shall be accepted to the exclusion of the votes of the other registered holders.